

# Exhibit A

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO

In re:  THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,  as representative of  THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,  Debtors. <sup>1</sup>	PROMESA Title III  No. 17 BK 3283-LTS (Jointly Administered)
In re:  THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,  as representative of  THE COMMONWEALTH OF PUERTO RICO,  Plaintiff,  v.  AMBAC ASSURANCE CORPORATION, ASSURED GUARANTY CORP., FINANCIAL GUARANTY INSURANCE COMPANY and U.S. BANK TRUST NATIONAL ASSOCIATION, as Trustee  Defendants.	PROMESA Title III  Adv. Proc. No. 20-00003-LTS

**[PROPOSED] ORDER GRANTING THE MOTION OF AMBAC ASSURANCE  
CORPORATION, ASSURED GUARANTY CORP., AND FINANCIAL GUARANTY  
INSURANCE COMPANY TO DISMISS IN PART COMPLAINT OBJECTING TO  
DEFENDANTS' CLAIMS REGARDING PRIFA BONDS**

<sup>1</sup> The Debtors in these title III cases, along with each Debtor's respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the "Commonwealth") (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481), (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686), (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808), (iv) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801).

THIS MATTER is before the Court on the *Motion of Ambac Assurance Corporation, Assured Guaranty Corp., and Financial Guaranty Insurance Company to Dismiss in Part Complaint Objecting to Defendants' Claims Regarding PRIFA Bonds* (the "Motion"), filed by Ambac Assurance Corporation, Assured Guaranty Corp., and Financial Guaranty Insurance Company (collectively, the "Movants") on February 27, 2020, seeking to dismiss in part the *Complaint Objecting to Defendants' Claims and Seeking Related Relief* (ECF No. 10071) (the "Complaint").

UPON CONSIDERATION of the Motion, the relevant portions of the docket, and being otherwise fully advised in the matter it is hereby **ORDERED** that:

1. The Motion is **GRANTED** as set forth herein;
2. Counts XV, XLI, and LXVII of the Complaint (the "Emergency Power Counts") are hereby dismissed with prejudice;
3. Counts VII, XXXIII, and LIX of the Complaint (the "Avoidance Counts") are hereby dismissed with prejudice;
4. Counts XVII, XLIII, and LXIX of the Complaint (the "Contracts Clause Counts") are hereby dismissed with prejudice;
5. Counts VIII, XXXIV, and LX of the Complaint (the "Special Revenues Counts") are hereby dismissed with prejudice;
6. Counts XXVI, LII, and LXXVIII of the Complaint (the "Postpetition Revenues Counts") are hereby dismissed with prejudice;
7. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

SO ORDERED:

Dated: \_\_\_\_\_, 2020  
San Juan, Puerto Rico

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HONORABLE LAURA TAYLOR SWAIN  
United States District Judge